

FORSYTHE DARYL R

Form 4

May 05, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
FORSYTHE DARYL R

(Last) (First) (Middle)

52 SOUTH BROAD STREET

(Street)

NORWICH, NY 13815

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
NBT BANCORP INC [NBTB]

3. Date of Earliest Transaction
(Month/Day/Year)
05/01/2008

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
NBT Bancorp Inc. Common Stock	05/01/2008		A	2,159 A	\$ 0 (1)	126,842.554 D	
NBT Bancorp Inc. Common Stock	05/01/2008		A	600 A	\$ 0 (2)	127,442.554 D	
NBT Bancorp					0	I	NBT 401k/ESOP

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Inc. Common Stock						Plan
NBT Bancorp Inc. Common Stock	0	I				NBT Bancorp ESOP
NBT Bancorp Inc. Common Stock	1,842	I				by Spouse

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of
Non-Qualified Stock Option (right to buy)	\$ 22.5508	05/01/2008		A		5,000		05/01/2009 ⁽³⁾	05/01/2018	NBT Bancorp Inc. Common Stock	5
Non-Qualified Stock Option (right to buy)	\$ 21.74							05/01/2007 ⁽³⁾	05/01/2016	NBT Bancorp Inc. Common Stock	5
Non-Qualified Stock Option (right to buy)	\$ 22.1715							01/01/2005 ⁽⁴⁾	01/01/2014	NBT Bancorp Inc.	1

Non-Qualified Stock Option (right to buy)	\$ 22.3517	09/01/2006 ⁽⁵⁾	09/01/2014	Common Stock NBT Bancorp Inc. Common Stock	9
Non-Qualified Stock Option (right to buy)	\$ 22.4075	09/08/2006 ⁽⁵⁾	09/08/2014	Common Stock NBT Bancorp Inc. Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 22.4842	05/01/2008 ⁽³⁾	05/01/2017	Common Stock NBT Bancorp Inc. Common Stock	5
Non-Qualified Stock Option (right to buy)	\$ 23.2708	01/20/2006 ⁽⁴⁾	01/20/2015	Common Stock NBT Bancorp Inc. Common Stock	3
Non-Qualified Stock Option (right to buy)	\$ 23.7553	07/01/2007 ⁽⁵⁾	07/01/2015	Common Stock NBT Bancorp Inc. Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 23.8712	07/05/2007 ⁽⁵⁾	07/05/2015	Common Stock NBT Bancorp Inc. Common Stock	2

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FORSYTHE DARYL R 52 SOUTH BROAD STREET NORWICH, NY 13815	X			

Signatures

By: Michael J. Chewens, Power of Attorney For: Daryl R.
Forsythe

05/05/2008

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Acquired pursuant to the formula provisions of the NBT Bancorp Inc. Non-employee Directors' Restricted and Deferred Stock Plan
(1) pursuant to which outside director is entitled to receive an annual retainer for Board service in the form of restricted shares of the Company's common stock rather than cash that vests in two annual installments.

Acquired pursuant to the NBT Bancorp Inc. Non-employee Directors' Restricted and Deferred Stock Plan pursuant to which each outside
(2) director is entitled to receive an annual retainer for Board service in the form of deferred shares of the Company's common stock rather than cash that vests immediately upon date of grant.

Pursuant to NBT Non-Employee Director, Divisional Director and Subsidiary Director Stock Option Plan grant vests 40% for first year,
(3) 20% annually for following years.

(4) Pursuant to NBT Bancorp Inc. 1993 Stock Option Plan grant vests 40% for first year, 20% annually for following years.

(5) Pursuant to NBT Bancorp Inc. 1993 Stock Option Plan reload grant vests 100% two years after date of its grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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